



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning 01-01-2009 , and ending 12-31-2009

G

Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
MADISON CHARITABLE FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address)
121 FM 359 ROAD

Room/suite

City or town, state, and ZIP code
RICHMOND, TX 77406

A Employer identification number
26-1147137

B Telephone number (see page 10 of the instructions)
(281) 344-9455

C If exemption application is pending, check here

D 1. Foreign organizations, check here

2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

J Accounting method

Cash

Accrual

Other (specify)

Fair market value of all assets at end of year (from Part II, col. (c), line 16)

Accounting method

Cash

Accrual

Other (specify)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	375,520	375,520	375,520	
	4 Dividends and interest from securities.	288,100	288,100	288,100	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	73,668			
	b Gross sales price for all assets on line 6a _____ 1,358,254				
	7 Capital gain net income (from Part IV , line 2)		73,668		
	8 Net short-term capital gain			97,089	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	737,288	737,288	760,709	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	7,064			7,064
	c Other professional fees (attach schedule)	4,774			4,774
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	1,371	1,371		
	19 Depreciation (attach schedule) and depletion . . .	0			
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	162,354	162,284		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	175,563	163,655		11,838
	25 Contributions, gifts, grants paid	5,805,264			5,805,264
	26 Total expenses and disbursements. Add lines 24 and 25	5,980,827	163,655		5,817,102
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-5,243,539			
	b Net investment income (if negative, enter -0-)		573,633		
	c Adjusted net income (if negative, enter -0-)			760,709	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form 990-PF (2009)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		27,184	27,184
	2	Savings and temporary cash investments	30,238,357	12,312,193	12,312,193
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	7,055,016	14,491,774	15,831,536
	c	Investments—corporate bonds (attach schedule).		5,202,315	5,414,066
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	37,293,373	32,033,466	33,584,979
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	37,293,373	32,033,466	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	37,293,373	32,033,466	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	37,293,373	32,033,466	

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	37,293,373
2	Enter amount from Part I, line 27a	2	-5,243,539
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	32,049,834
5	Decreases not included in line 2 (itemize) ▶ _____	5	16,368
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	32,033,466

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	73,668
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	97,089

Part V

Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008			
2007			
2006			
2005			
2004			

2	Total of line 1, column (d).	2	
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5.	4	
5	Multiply line 4 by line 3.	5	
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	
7	Add lines 5 and 6.	7	
8	Enter qualifying distributions from Part XII, line 4.	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1aExempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
bDomestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			1	11,473
cAll other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3Add lines 1 and 2.			3	11,473
4Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			5	11,473
6Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a11,100		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c6,000		
d	Backup withholding erroneously withheld	6d		
7Total credits and payments Add lines 6a through 6d.			7	17,100
8Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached			8	5
9Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			9	
10Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.			10	5,622
11Enter the amount of line 10 to be Credited to 2010 estimated tax 5,622 Refunded			11	

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	1b		No
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) TX _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b		No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of Thomas J Petrosewicz CPA Telephone no (281) 342-6584 Located at 121 FM 359 Richmond TX ZIP+4 77406			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.			
		15		

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.).	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	5b		No
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>	6b		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Norma M Petrosewicz	Director	0		
1110 Plantation Meadows Dr Richmond, TX 77406	1 00			
Lorinda Beth Madison	Director	0		
1000 Uptown Park Blvd 24 Houston, TX 77056	1 00			
James O Carpenter	Director	0		
PO Box 489 Port Gibson, MS 39150	1 00			
Wiley Hatcher	Director	0		
6140 FM 723 Road Richmond, TX 77406	1 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	23,546,239
b	Average of monthly cash balances.	1b	9,404,123
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	32,950,362
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	32,950,362
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	494,255
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	32,456,107
6	Minimum investment return. Enter 5% of line 5.	6	1,622,805

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,622,805
2a	Tax on investment income for 2009 from Part VI, line 5.	2a	11,473
b	Income tax for 2009 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	11,473
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,611,332
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,611,332
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,611,332

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	5,817,102
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,817,102
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	5,817,102
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				1,611,332
2	Undistributed income, if any, as of the end of 2008				
a	Enter amount for 2008 only.				
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2009				
a	From 2004.				
b	From 2005.				
c	From 2006.				
d	From 2007. 211,341				
e	From 2008. 3,588,606				
f	Total of lines 3a through e.	3,799,947			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 5,817,102				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d	Applied to 2009 distributable amount.				1,611,332
e	Remaining amount distributed out of corpus	4,205,770			
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,005,717			
b	Prior years' undistributed income Subtract line 4b from line 2b.				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions).				
9	Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	8,005,717			
10	Analysis of line 9				
a	Excess from 2005.				
b	Excess from 2006.				
c	Excess from 2007. 211,341				
d	Excess from 2008. 3,588,606				
e	Excess from 2009. 4,205,770				

Part XIV

Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2009	(b) 2008	(c) 2007	(d) 2006	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

Wiley Hatcher

b

List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number of the person to whom applications should be addressed

Madison Charitable Foundation
121 FM 359 Rd
Richmond, TX 77406
(281) 344-9455

b

The form in which applications should be submitted and information and materials they should include

Written letter with details on specific requests. Include financial impact, brochures of organization, and projected impact on programs or community.

c

Any submission deadlines

N/A

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

No Restrictions on Gifts

Form 990-PF (2009)

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	5,805,264
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions on page 28 to verify calculations)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

Form **990-PF** (2009)

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No





b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

*****	2010-11-15	*****
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only	Preparer's Signature  Thomas J Petrosewicz CPA	Date	Check if self-employed 	Preparer's identifying number (see Signature on page 30 of the instructions)
	Firm's name (or yours if self-employed), address, and ZIP code 	PETROSEWICZ & COMPANY INC		EIN 
		121 FM 359 RD		Phone no (281) 342-6584
	RICHMOND, TX 774062401			

Additional Data

Software ID: 09000047

Software Version:

EIN: 26-1147137

Name: MADISON CHARITABLE FOUNDATION INC

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
Cap Gain Distribution-Schwab	P	2008-12-01	2009-12-31
100 Lab Cp Of Amer Hldg New	P	2008-09-30	2009-11-18
100 Lab Cp Of Amer Hldg New	P	2008-09-30	2009-11-18
100 Lab Cp Of Amer Hldg New	P	2008-09-30	2009-11-18
200 Lab Cp Of Amer Hldg New	P	2008-09-30	2009-11-18
250 Lab Cp Of Amer Hldg New	P	2008-09-30	2009-11-18
600 Lab Cp Of Amer Hldg New	P	2008-09-30	2009-11-18
100 Lab Cp Of Amer Hldg New	P	2008-09-30	2009-11-18
0 326 Kraft Foods Inc	P	2009-10-15	2009-11-18
70 24 Kraft Foods Inc	P	2009-10-15	2009-11-18
29 76 Kraft Foods Inc	P	2009-07-15	2009-11-18
37 773 Kraft Foods Inc	P	2009-07-15	2009-11-18
80 739 Kraft Foods Inc	P	2009-04-09	2009-11-18
63 488 Kraft Foods Inc	P	2009-01-14	2009-11-18
18 Kraft Foods Inc	P	2008-09-30	2009-11-18
200 Kraft Foods Inc	P	2008-09-30	2009-11-18
200 Kraft Foods Inc	P	2008-09-30	2009-11-18
207 Kraft Foods Inc	P	2008-09-30	2009-11-18
300 Kraft Foods Inc	P	2008-09-30	2009-11-18
575 Kraft Foods Inc	P	2008-09-30	2009-11-18
225 Kraft Foods Inc	P	2008-09-30	2009-11-18
775 Kraft Foods Inc	P	2008-09-30	2009-11-18
400 Kraft Foods Inc	P	2008-09-30	2009-11-18
400 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
300 Kraft Foods Inc	P	2008-09-30	2009-11-18
300 Kraft Foods Inc	P	2008-09-30	2009-11-18
200 Kraft Foods Inc	P	2008-09-30	2009-11-18
200 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,047			3,047
7,396		6,888	508
7,396		6,888	508
7,397		6,888	509
14,792		13,776	1,016
18,488		17,221	1,267
44,372		41,329	3,043
7,395		6,889	506
9		9	
1,913		1,851	62
810		811	-1
1,029		1,029	
2,199		1,816	383
1,729		1,798	-69
490		588	-98
5,446		6,532	-1,086
5,446		6,531	-1,085
5,636		6,760	-1,124
8,169		9,797	-1,628
15,657		18,778	-3,121
6,127		7,343	-1,216
21,102		25,294	-4,192
10,891		13,059	-2,168
10,891		13,063	-2,172
2,723		3,265	-542
8,168		9,797	-1,629
8,168		9,797	-1,629
5,446		6,529	-1,083
5,446		6,529	-1,083
2,723		3,265	-542

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FM V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,047
			508
			508
			509
			1,016
			1,267
			3,043
			506
			62
			-1
			383
			-69
			-98
			-1,086
			-1,085
			-1,124
			-1,628
			-3,121
			-1,216
			-4,192
			-2,168
			-2,172
			-542
			-1,629
			-1,629
			-1,083
			-1,083
			-542

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
100 Kraft Foods Inc	P	2008-09-30	2009-11-18
2400 Genzyme Corporation	P	2009-06-24	2009-11-13
231 Genzyme Corporation	P	2009-06-24	2009-11-13
100 Genzyme Corporation	P	2009-06-24	2009-11-13
100 Genzyme Corporation	P	2009-06-24	2009-11-13
100 Genzyme Corporation	P	2009-06-24	2009-11-13
63 Genzyme Corporation	P	2009-06-24	2009-11-13
6 Genzyme Corporation	P	2009-06-24	2009-11-13
300 Genzyme Corporation	P	2008-09-30	2009-11-13
225 Genzyme Corporation	P	2008-09-30	2009-11-13
200 Genzyme Corporation	P	2008-09-30	2009-11-13
100 Genzyme Corporation	P	2008-09-30	2009-11-13
100 Genzyme Corporation	P	2008-09-30	2009-11-13
100 Genzyme Corporation	P	2008-09-30	2009-11-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,266	-543
2,723		3,266	-543
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,265	-542
2,723		3,266	-543
118,169		131,407	-13,238
11,374		12,648	-1,274
4,924		5,475	-551
4,924		5,475	-551
4,924		5,475	-551
3,102		3,449	-347
295		329	-34
14,771		23,871	-9,100
11,078		17,911	-6,833
9,847		15,914	-6,067
4,924		7,959	-3,035
4,924		7,958	-3,034
4,924		7,957	-3,033

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-542
			-542
			-542
			-542
			-542
			-542
			-542
			-542
			-542
			-542
			-543
			-543
			-542
			-542
			-542
			-542
			-543
			-13,238
			-1,274
			-551
			-551
			-551
			-347
			-34
			-9,100
			-6,833
			-6,067
			-3,035
			-3,034
			-3,033

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
100 Genzyme Corporation	P	2008-09-30	2009-11-13
63 Genzyme Corporation	P	2008-09-30	2009-11-13
62 Genzyme Corporation	P	2008-09-30	2009-11-13
0 054 Burlington Nth Santa Fe	P	2009-03-25	2009-11-17
1399 946 Burlington Nth Santa Fe	P	2009-03-25	2009-11-17
200 Burlington Nth Santa Fe	P	2009-03-25	2009-11-17
100 Burlington Nth Santa Fe	P	2009-03-25	2009-11-17
100 Burlington Nth Santa Fe	P	2009-03-25	2009-11-17
100 Burlington Nth Santa Fe	P	2009-03-25	2009-11-17
100 Burlington Nth Santa Fe	P	2009-03-25	2009-11-17
11 054 Burlington Nth Santa Fe	P	2009-01-05	2009-11-17
500 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
300 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
200 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
100 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
100 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
100 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
100 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
100 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
100 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
100 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
100 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
89 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
61 Burlington Nth Santa Fe	P	2008-09-30	2009-11-17
0 44 Baker Hughes Inc	P	2009-11-16	2009-11-18
17 183 Baker Hughes Inc	P	2009-11-16	2009-11-18
21 289 Baker Hughes Inc	P	2009-08-17	2009-11-18
20 457 Baker Hughes Inc	P	2009-05-18	2009-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,924		7,957	-3,033
3,102		5,016	-1,914
3,053		4,933	-1,880
5		3	2
137,258		81,520	55,738
19,609		11,646	7,963
9,805		5,821	3,984
9,805		5,823	3,982
9,805		5,823	3,982
9,805		5,823	3,982
1,084		860	224
49,023		47,082	1,941
29,414		28,240	1,174
19,609		18,831	778
9,805		9,408	397
9,805		9,407	398
9,805		9,406	399
9,805		9,406	399
9,805		9,406	399
9,805		9,416	389
9,805		9,414	391
9,805		9,408	397
9,805		9,408	397
9,805		9,405	400
8,726		8,373	353
5,981		5,745	236
18		19	-1
720		741	-21
892		757	135
857		754	103

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FM V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,033
			-1,914
			-1,880
			2
			55,738
			7,963
			3,984
			3,982
			3,982
			3,982
			224
			1,941
			1,174
			778
			397
			398
			399
			399
			399
			389
			391
			397
			397
			400
			353
			236
			-1
			-21
			135
			103

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
24 071 Baker Hughes Inc	P	2009-02-17	2009-11-18
17 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
200 Baker Hughes Inc	P	2009-01-08	2009-11-18
200 Baker Hughes Inc	P	2009-01-08	2009-11-18
200 Baker Hughes Inc	P	2009-01-08	2009-11-18
400 Baker Hughes Inc	P	2009-01-08	2009-11-18
483 Baker Hughes Inc	P	2009-01-08	2009-11-18
900 Baker Hughes Inc	P	2009-01-08	2009-11-18
500 Baker Hughes Inc	P	2009-01-08	2009-11-18
300 Baker Hughes Inc	P	2009-01-08	2009-11-18
300 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
100 Baker Hughes Inc	P	2009-01-08	2009-11-18
0 226 3m Company	P	2009-09-15	2009-11-18
20 882 3m Company	P	2009-09-15	2009-11-18
26 156 3m Company	P	2009-06-15	2009-11-18
32 205 3m Company	P	2009-03-13	2009-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,008		750	258
712		607	105
4,189		3,572	617
4,189		3,572	617
4,189		3,572	617
4,189		3,572	617
4,189		3,572	617
4,189		3,572	617
4,189		3,572	617
4,189		3,572	617
8,377		7,144	1,233
8,377		7,144	1,233
8,378		7,144	1,234
16,755		14,289	2,466
20,232		17,254	2,978
37,699		32,150	5,549
20,944		17,861	3,083
12,566		10,714	1,852
12,566		10,714	1,852
4,189		3,571	618
4,189		3,571	618
4,189		3,570	619
4,189		3,570	619
4,189		3,569	620
4,189		3,571	618
4,189		3,570	619
4,189		3,569	620
18		17	1
1,622		1,557	65
2,032		1,560	472
2,502		1,544	958

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			258
			105
			617
			617
			617
			617
			617
			617
			617
			1,233
			1,233
			1,234
			2,466
			2,978
			5,549
			3,083
			1,852
			1,852
			618
			618
			619
			619
			620
			618
			619
			620
			1
			65
			472
			958


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,612		1,164	448
466		336	130
7,302		6,383	919
8,234		7,198	1,036
15,535		13,581	1,954
15,535		13,579	1,956
15,535		13,583	1,952
15,535		13,585	1,950
7,768		6,789	979
7,768		6,789	979
7,768		6,789	979
7,768		6,791	977
7,768		6,789	979
7,768		6,791	977
7,768		6,789	979
7,768		6,791	977
7,768		6,791	977
7,768		6,792	976
7,768		6,792	976
7,768		6,792	976
7,768		6,791	977
7,768		6,792	976
7,768		6,792	976
7,768		6,792	976
7,768		6,792	976
7,768		6,793	975
7,768		6,793	975
7,768		6,826	942


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			448
			130
			919
			1,036
			1,954
			1,956
			1,952
			1,950
			979
			979
			979
			977
			979
			977
			979
			977
			977
			976
			976
			976
			977
			976
			976
			976
			976
			975
			975
			942


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
University of Texas1 University Station Austin, TX 78712	N/A	501(c)(3)	Scholarship Programs	100,000
The Smithsonian1000 Jefferson Drive SW Washington, DC 20560	N/A	501(c)(3)	Funding major exhibitions & educational outreach programs	1,000
Texas 4000901 S Mopac Expressway Suite 300 Austin, TX 78746	N/A	501(c)(3)	Cancer Research	50,000
American Heart Association7272 Greenville Avenue Dallas, TX 75231	N/A	501(c)(3)	Funding research	10,000
University of Southern Mississippi118 College Drive 10026 Hattiesburg, MS 76122	N/A	501(c)(3)	Special request to enhance operating budget	50,000
Southwestern SeminaryPO Box 22100 Fort Worth, TX 76122	N/A	501(c)(3)	General campus donation	37,500
Lula Rich Education Foundation415 Lee Dr Clarksdale, MS 38614	N/A	501(c)(3)	Special request to enhance operating budget	10,000
H Association3855 Holman Athletic Office Houston, TX 77004	N/A	501(c)(3)	Special request to enhance operating budget	4,000
Heart of TexasPO Box 71 Fulshear, TX 77441	N/A	501(c)(3)	Special request to enhance operating budget	50,000
Multiple Sclerosis Society8111 N Stadium Drive Suite 100 Houston, TX 77054	N/A	501(c)(3)	Funds to spread awareness about multiple sclerosis	15,000
Southern Dominican Province USA1421 N Causeway Blvd Metairie, LA 70001	N/A	501(c)(3)	Special request to enhance operating budget	5,000
Houston Humane Society14700 Almeda Rd Houston, TX 77053	N/A	501(c)(3)	Funds to help support animal shelters	10,000
University of Houston Athletics Dep3100 Cullen Blvd Houston, TX 77204	N/A	501(c)(3)	Donation to improve athletic department	12,000
The Nature ConsevancyPO Box 1440 San Antonio, TX 78295	N/A	501(c)(3)	Special request to enhance operating budget	1,000
The Partnership for Baylor CollegeOne Baylor Plaza MS 160 Houston, TX 77030	N/A	501(c)(3)	Special request to enhance operating budget	10,000
Total  3a				5,805,264


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Sunshine Center Inc1726 21st ST Galveston, TX 77550	N/A	501(c)(3)	Special request to enhance operating budget	10,000
Houston Ballet1921 West Bell Houston, TX 77019	N/A	501(c)(3)	Special request to enhance operating budget	1,500
The Theta Charity Antiques Show 4212 San Felipe PMB 345 Houston, TX 77027	N/A	501(c)(3)	Special request to enhance operating budget	10,000
The University of Houston Foundatio 402 Agnes Arnold Hall Houston, TX 77204	N/A	501(c)(3)	Special request to enhance operating budget	12,500
Moores School of Music Society212 E Cullen Building Houston, TX 77204	N/A	501(c)(3)	Special request to enhance operating budget	1,000
Rosenberg Railroad Museum1921 Ave F PO Box 369 Rosenberg, TX 77471	N/A	501(c)(3)	Donation to preserve railroads in Fort Bend County	5,000
Catholic Charities2900 Louisiana St Houston, TX 77006	N/A	501(c)(3)	Capital campaign for adult services building	50,000
Christus St Catherine701 S Fry Road Katy, TX 77450	N/A	501(c)(3)	Funds to Hospital's outreach efforts	10,000
Texas Agrilife Extension225 Horticulture/Forest Science Bdg College Station, TX 77843	N/A	501(c)(3)	Donation to support the Texas pecan educational program	140,000
Museum of Fine Arts Houston1001 Bissonet Houston, TX 77005	N/A	501(c)(3)	General operating support	5,000
FYIMS Friends for LifePO Box 70575 Houston, TX 77270	N/A	501(c)(3)	Special request to enhance operating budget	5,000
Weather Research Center Inc5104 Caroline St Houston, TX 77004	N/A	501(c)(3)	Special request to enhance operating budget	3,000
Veteran Employment Transition Found 5809 S Dale Mabry Hwy Tampa, FL 33611	N/A	501(c)(3)	Special request to enhance operating budget	1,000
UT Valley Initiative Scholarship PrPO Box 2 Weslaco, TX 78599	N/A	501(c)(3)	Scholarship programs	25,000
UT Law School727 E Dean Keeton Rm TNH 3 102 D Austin, TX 78705	N/A	501(c)(3)	Scholarship programs for minority students	250,000
Total  3a				5,805,264


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Theotokos8811 Westheimer No 206 Houston, TX 77063	N/A	501(c)(3)	To assist missionaries in Argentina and Bolivia educate the poor	5,000
The School for Young Children730 N Post Oak Rd No 203 Houston, TX 77024	N/A	501(c)(3)	Special request to enhance operating budget	3,000
The Mississippi Community Edu CentePO Box 12347 Jackson, MS 39236	N/A	501(c)(3)	Donation towards educational programs	15,000
The Heritage Foundation214 Massachusetts Ave NE Washington, DC 20002	N/A	501(c)(3)	General Support	1,000
The DoorkeepersPO Box 9356 Houston, TX 77261	N/A	501(c)(3)	Donation to educational efforts	10,000
The Children's Center INCPO Box 3371 Galveston, TX 77552	N/A	501(c)(3)	Special request to enhance operating budget	1,000
The Churchill Center77 West Wacker Drive 43rd Floor Chicago, IL 60601	N/A	501(c)(3)	Special request to enhance operating budget	2,000
Texas Women for the Arts823 Congress Ave Suite 650 Austin, TX 78701	N/A	501(c)(3)	Special request to enhance operating budget	1,000
Texana Center4910 Airport Ave Ste B Rosenberg, TX 77471	N/A	501(c)(3)	Donation to benefit individuals with developmental disabilities	25,000
Sugar Creek Baptist Church13333 Southwest Freeway Suite 200 Sugarland, TX 77478	N/A	501(c)(3)	Donation for books	10,000
Stephen F Austin Elementary1630 Pitts Road Richmond, TX 77469	N/A	501(c)(3)	Grant for construction and maintenance of track	15,000
Stages Repetory Theatre709 Franklin Houston, TX 77002	N/A	501(c)(3)	Special request to enhance operating budget	10,000
Southwestern Baptist Theological Se PO Box 22000 I-E Fort Worth, TX 76122	N/A	501(c)(3)	General campus donation and scholarship program donation	90,000
Society for the Performing Arts615 Louisiana St Houston, TX 77002	N/A	501(c)(3)	Donation to education and outreach programs	1,000
Scenic Houston1200 Post Oak Blvd Suite Houston, TX 77056	N/A	501(c)(3)	Specialrequest to enhance operating budget	10,000
Total  3a				5,805,264

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Rosenberg National Little League 2420 Third St Rosenberg, TX 77471	N/A	501(c)(3)	General Building funds	35,000
Rosenberg Lions Club700 Dog Leg Ct Richmond, TX 77469	N/A	501(c)(3)	Scholarship Programs	7,000
Ronald McDonald House Charities 2524 N State St Jackson, MS 39216	N/A	501(c)(3)	General Support Cancer Patients	20,000
Rockport Center of the Arts902 Navigation Cir Rockport, TX 78382	N/A	501(c)(3)	Donation to help fund scholarships	25,000
Rice University6100 S Main St Ste Ms 70 Houston, TX 77005	N/A	501(c)(3)	General Support	10,000
Planned Parenthood3601 Fannin St Houston, TX 77004	N/A	501(c)(3)	Educational programs	2,000
Pancreatic Cancer Action Network 2141 RoseCrans Ave Ste 7000 El Segundo, CA 90245	N/A	501(c)(3)	Cancer Research	15,000
Operation Shoestring2019 Bailey Avenue Jackson, MS 39213	N/A	501(c)(3)	Special request to enhance operating budget	25,000
Our Savior Lutheran Church5000 W Tidwell Houston, TX 77091	N/A	501(c)(3)	OSL School Scholarship Fund	1,000
Oak Bend Hospital Foundation1705 Jackson Street Richmond, TX 77469	N/A	501(c)(3)	Capital campaign for new hospital	50,000
National World War II Museum945 Magazine St New Orleans, LA 70130	N/A	501(c)(3)	General support to building funds	1,000
NAIFA Houston Foundation3100 S Gessner Ste 216 Houston, TX 77063	N/A	501(c)(3)	Special request to enhance operating budget	1,000
Mississippi State University Founda PO Box 6149 Mississippi, MS 39762	N/A	501(c)(3)	General support to university	50,000
Mississippi Museum of Art201 E Pascagoula St Jackson, MS 39201	N/A	501(c)(3)	Special request to enhance operating budget	20,000
Mission Connect4605 Post Oak Place Ste 222 Houston, TX 77027	N/A	501(c)(3)	Special request to enhance operating budget	10,000
Total  3a				5,805,264


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Magnolia Speech School733 N Flag Chapel Rd Jackson,MS 39209	N/A	501(c)(3)	Funds to programs for the hearing impaired and language disordered children	15,000
Legacy Community Health Services1360 Post Oak Blvd Suite 1600 Houston,TX 77056	N/A	501(c)(3)	Special request to enhance operating budget	10,000
KUHF Houston Public Radio5000 Gulf Fwy Bldg 2 Rm 219 Houston,TX 77204	N/A	501(c)(3)	Dontation to help support public broadcasting	2,500
Knapp Medical Center Foundation1401 E 8th St Weslaco,TX 78596	N/A	501(c)(3)	Funds to help provide medical equipment	50,000
Institute of Nautical ArchaeologyPO Drawer AU College Station,TX 77840	N/A	501(c)(3)	Donation to help fund archeological trips	10,000
Goodwill Industries10795 Hammerly Blvd Houston,TX 77043	N/A	501(c)(3)	Assistance for general donation	250,000
Girl Scouts of San Jacinto Council3110 SW Freeway Houston,TX 77098	N/A	501(c)(3)	Scouting programs	20,000
Galveston Historical Foundation2016 Strand Galveston Island,TX 77550	N/A	501(c)(3)	Help restore Galvenston's Historical monuments	4,000
Fund for Teachers2000 PO Box Oak Blvd Suite 100 Houston,TX 77056	N/A	501(c)(3)	Special request to enhance operating budget	10,000
Foster Museum7720 FM 359 Richmond,TX 77469	N/A	501(c)(3)	Enhance Historical Programs	5,000
Aurora House Foundation902 S Airport Dr Ste 4 Weslaco,TX 78596	N/A	501(c)(3)	Donation to support the terminally ill	15,000
Boy Scouts of America- Sam Houston2225 North Loop W Houston,TX 77008	N/A	501(c)(3)	Scouting Programs	10,000
Christmas Village Foundation112 Overlook Pointe Dr Ridgeland,MS 39157	N/A	501(c)(3)	Foundation to help pregnant women	10,000
Communities of Schools2150 West 18th St Suite 100 Houston,TX 77008	N/A	501(c)(3)	Provide student assistance services	10,000
Cougar Cookers Inc39 Musgrove Place Woodlands,TX 77382	N/A	501(c)(3)	Special request to enhance operating budget	1,000
Total  3a				5,805,264


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Creative Dreams Outreach Center 1935 Texas Pky Missouri City, TX 77459	N/A	501(c)(3)	General building funds	25,000
Delta State University FoundationPO Box 3141 DSU Cleveland, MS 38733	N/A	501(c)(3)	General support to university	100,000
Elves More3101 Richmond Ave Ste 220 Houston, TX 77098	N/A	501(c)(3)	Mentor program for underprivileged children	5,000
Faith in Practice7500 Beechnut Street Suite 208 Houston, TX 77074	N/A	501(c)(3)	Provide medical care for the underprivileged in Guatemala	1,000
CATO Institute1000 Massachusetts Ave N W Washington, DC 20001	N/A	501(c)(3)	Special request to enhance operating budget	5,000
Butterfly Project INC4010 Brynmawr Dr Richmond, TX 77469	N/A	501(c)(3)	Mentor program for high risk female high school students	25,000
Brazos Bend Guardianship Services 123 Brooks St Sugar land, TX 77478	N/A	501(c)(3)	Provide services to the disabled and incapacitated adults	10,000
Baylor College of MedicineOne Baylor Plaza T119 Houston, TX 77030	N/A	501(c)(3)	Funding of research for neuromuscular disease	100,000
1894 INC2020 Postoffice St Galveston, TX 77550	N/A	501(c)(3)	Galveston Historical Landmark	1,794
Houston World Affairs CouncilPO Box 981031 Houston, TX 77098	N/A	501(c)(3)	Special request to enhance operating budget	64,362
Wharton County Junior College911 Boling Highway Wharton, TX 77488	N/A	501(c)(3)	Scholarship funding	60,000
University of Texas Medical School 6431 Fannin Street Houston, TX 77030	N/A	501(c)(3)	Contribution to Dr Adelaide A Herbert's research program	30,000
University of Science & Arts of Oklahoma17th and Grand Ave Chickasha, OK 73108	N/A	501(c)(3)	Funds for the Loella Elizabeth Madison Scholarship	50,000
The University of Mississippi Foundation406 University Avenue Oxford, MS 38655	N/A	501(c)(3)	Providing scholarships for lower income students	105,000
University of Houston Cougar Pride Schol3100 Cullen Blvd Rm 2011 Houston, TX 77204	N/A	501(c)(3)	Funding for annual scholarships	16,000
Total ▶ 3a				5,805,264


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
University of Houston402 Agnes Arnold Hall Houston, TX 77204	N/A	501(c)(3)	Fundings for the Department of Athletics	1,469,358
The University of Houston Alumni Associa3100 Cullen Blvd Rm 201 Houston, TX 77204	N/A	501(c)(3)	Help fund programs and services for the University of Houston	25,000
University of Houston Music Foundation212 E Cullen Building Houston, TX 77204	N/A	501(c)(3)	Moores School of Music Dinner Concert Gala Fund	35,000
Trees for Houston4550 Post Oak Place Dr Suite 310 Houston, TX 77027	N/A	501(c)(3)	Special request to enhance operating budget	10,000
The Smile Train41 Madison Ave 28th Floor New York, NY 10010	N/A	501(c)(3)	Funding for free cleft surgery for 1000 children	12,500
The Salvation ArmyPO Box 131979 Houston, TX 77219	N/A	501(c)(3)	Special request to enhance operating budget	16,000
The Rose12700 N Featherwood Houston, TX 77034	N/A	501(c)(3)	Special request to enhance operating budget	5,000
The Houston Festival Foundation4203 Montrose Blvd Suite 200 Houston, TX 77006	N/A	501(c)(3)	Funding the Houston International Festival Mayor's Gala	10,000
The Community Stewpot1100 West Capital Street Jackson, MS 39203	N/A	501(c)(3)	Providing food and clothing for those in need	25,000
The 100 Club Survivors Fund1233 West Loop South Suite 1250 Houston, TX 77027	N/A	501(c)(3)	Special request to enhance operating budget	1,000
Texas A&M Foundation401 George Bush Drive College Station, TX 77840	N/A	501(c)(3)	Pecan Orchard Excellence Fund	50,000
St Vincent De Paul Community PharmacyPO Box 1228 Biloxi, MS 39533	N/A	501(c)(3)	Providing pharmaceutical equipment to those in need	20,000
St Jude Hospital501 St Jude Place Memphis, TN 38105	N/A	501(c)(3)	Funding for cancer research	200,000
Southwestern University1001 E University Ave Georgetown, TX 78626	N/A	501(c)(3)	Student Scholarships	60,000
Salud Y Paz2738 S Gerogia Amarillo, TX 79109	N/A	501(c)(3)	Help fund dental programs for the poor of Guatemala	50,000
Total  3a				5,805,264


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Pregnancy Resource Center of Fort Bend4203 Ave H Ste 16 Rosenberg, TX 77471	N/A	501(c)(3)	Foundation to help assist pregnant women and teens	50,000
Our Daily BreadPO Box 1021 Canton, MS 39046	N/A	501(c)(3)	Food Drive	20,000
Opera in the HeightsPO Box 7887 Houston, TX 77270	N/A	501(c)(3)	Adopt-an-Opera campaign	5,000
Needville Youth Fair CorpPO Box 237 Needville, TX 77461	N/A	501(c)(3)	Contribution for Youth Fair Program	15,000
Mississippi Food Network440 West Beatty Street Jackson, MS 39201	N/A	501(c)(3)	Food Drive	20,000
Mississippi Childrens Home Services PO Box 1078 Jackson, MS 39215	N/A	501(c)(3)	Funding for a new campus	25,000
Mental Health Association of Greater Hou2211 Norfolk Street 810 Houston, TX 77098	N/A	501(c)(3)	Special request to enhance operating budget	5,000
Memorial Park ConservancyPO Box 131024 Houston, TX 77219	N/A	501(c)(3)	Foundation to help service Memorial Park	1,000
MD Anderson Cancer CenterPO Box 301439 Houston, TX 77230	N/A	501(c)(3)	Foundation for Cancer research	2,000
Loaves & Fishes Inc260 Main Street Suite E Biloxi, MS 39533	N/A	501(c)(3)	Food Drive	15,000
Living Water InternationalPO Box 35496 Houston, TX 77235	N/A	501(c)(3)	Foundation that provides clean water to those in need	18,750
Literacy Council of Fort Bend12530 Emily Court Sugar Land, TX 77478	N/A	501(c)(3)	Funding for ESL program	40,000
Lamar Educational Awards Foundation 3911 Avenue I Rosenberg, TX 77471	N/A	501(c)(3)	Foundation for educational opportunities for students and teachers	25,000
Houston Symphony615 Louisiana Street Suite 102 Houston, TX 77002	N/A	501(c)(3)	To provide funds to expand musical programs	280,000
Houston Public Broadcasting Service 4343 Elgin Street Houston, TX 77204	N/A	501(c)(3)	Annual Campaign	1,000
Total  3a				5,805,264

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Houston Grand Opera510 Preston Street Houston, TX 77002	N/A	501(c)(3)	Help provide funding for the Houston performing arts	75,000
Rosenberg-Richmond Helping Hands PO Box 1268 Richmond, TX 77406	N/A	501(c)(3)	Providing food and clothing to those in need	50,000
Gulf Coast Womens Center for Non Violen PO Box 333 Biloxi, MS 39533	N/A	501(c)(3)	Funds services for victims of domestic violence and sexual assault	20,000
Greater Houston Preservation Alliance712 Main Street Suite 110 Houston, TX 77002	N/A	501(c)(3)	Foundation to preserve architecture and Houston's history	11,000
Foudation for Teen Health1504 Ben Taub Loop Houston, TX 77030	N/A	501(c)(3)	To assist with programs to advance teen health for under privileged	48,000
Fort Bend Womens Center1600 HWY 6 Suite 170 Sugar Land, TX 77478	N/A	501(c)(3)	Program for women abused by domestic violence	10,000
Fort Bend Lawyers Care1405 A Main Street Richmond, TX 77469	N/A	501(c)(3)	Providing low income residents of Fort Bend County with volunteer lawyers	20,000
Fort Bend CaresPO Box 17748 Sugar Land, TX 77496	N/A	501(c)(3)	Funding youth organizations and programs of Fort Bend County	15,000
Fort Bend Boys ChoirPO Box 2042 Stafford, TX 77497	N/A	501(c)(3)	Scholarships and music program operations	25,000
Fort Bend Bar AssociationPO Box 18825 Sugar Land, TX 77496	N/A	501(c)(3)	Food Drive	5,000
DFeet Breast Cancer Inc6610 Stewart Road PMB 67 Galveston, TX 77551	N/A	501(c)(3)	Funding for breast cancer research and granting mammpgrams and follow up care	2,500
Clemson University FoundationPO Box 1889 Clemson, SC 29633	N/A	501(c)(3)	Scholarship Programs	85,000
Claiborne Educational Foundation Inc PO Box 1008 602 Horton Drive Port Gibson, MS 39150	N/A	501(c)(3)	Providing quality education for children in need	20,000
Child Advocates of Fort BendPO Box 1032 Richmond, TX 77406	N/A	501(c)(3)	Helping kids have a brighter future	100,000
Casa De Esperanza310 Morton Street Suite 300 Richmond, TX 77469	N/A	501(c)(3)	Provide essential services to neglected children	36,000
Total  3a				5,805,264

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Cancer Fighters of Houston5420 W Loop South Suite 3300 Bellaire, TX 77401	N/A	501(c)(3)	Help find a cure for cancer and providing seed grants	5,000
Calvary Episcopal School1201 Austin Richmond, TX 77406	N/A	501(c)(3)	Improve campus security and safety for children	5,000
Blair Baston Hospital for Children2500 N State Street Jackson, MS 39216	N/A	501(c)(3)	Childrens Hospital	250,000
Bethel Ministry3015 5th Street Stafford, TX 77477	N/A	501(c)(3)	Kid Activity Funds & Building Funds	40,000
American Red Cross- Southwest BranchPO Box 393 Richmond, TX 77406	N/A	501(c)(3)	Help provide relief to disaster victims	50,000
Alley Theatre615 Texas Ave Houston, TX 77002	N/A	501(c)(3)	Educational Purposes	35,000
Total  3a				5,805,264

TY 2009 Accounting Fees Schedule**Name:** MADISON CHARITABLE FOUNDATION INC**EIN:** 26-1147137**Software ID:** 09000047**Software Version:** 2009v1.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting Fees	7,064	0	0	7,064

TY 2009 Explanation of Non-Filing with Attorney General Statement

Name: MADISON CHARITABLE FOUNDATION INC

EIN: 26-1147137

Software ID: 09000047

Software Version: 2009v1.3

Statement: Not Required under Texas Laws.

TY 2009 Other Decreases Schedule

Name: MADISON CHARITABLE FOUNDATION INC

EIN: 26-1147137

Software ID: 09000047

Software Version: 2009v1.3

Description	Amount
Federal Income Tax Expense	16,368

TY 2009 Other Expenses Schedule

Name: MADISON CHARITABLE FOUNDATION INC

EIN: 26-1147137

Software ID: 09000047

Software Version: 2009v1.3

Description	Revenue and Expenses per Books	Net Invest ment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Advisory Fees	162,284	162,284		
Bank Charges	70			

TY 2009 Other Professional Fees Schedule

Name: MADISON CHARITABLE FOUNDATION INC

EIN: 26-1147137

Software ID: 09000047

Software Version: 2009v1.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	4,774	0	0	4,774

TY 2009 Taxes Schedule

Name: MADISON CHARITABLE FOUNDATION INC

EIN: 26-1147137

Software ID: 09000047

Software Version: 2009v1.3

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes Paid	1,371	1,371		